

EXHIBIT

A



MICHAEL G. DONALDSON
LISA A. CALLIF
DEAN R. CHELEY
CHRISTOPHER L. PEREZ

June 15, 2012

VIA E-MAIL

Attn: John Gearries
Between the Lines Productions, LLC
600 S. Curson Ave. #314
Los Angeles, CA 90036
[info@twiharder.com]

RE: BETWEEN THE LINES PRODUCTIONS, LLC / TWIHARDER / OPINION LETTER

Dear Mr. Gearries,

This letter is to memorialize our discussions and correspondence regarding fair use related to the motion picture currently titled, *TWIHARDER* (the "Picture").

In forming my final opinion, I received and reviewed the final-cut DVD of *TWIHARDER* received June 8, 2012.

The Picture lampoons the *Twilight* saga, specifically characters, scenes and dialogue from the films *Eclipse* and *New Moon*. The Picture also parodies the celebrity status and personalities of the lead actors of the *Twilight* saga through humor, satire and ironic imitation. You do not have releases from the actors or written permission from the copyright owner for any characters of the *Twilight* saga. We are of the opinion that the use of all unlicensed, copyrighted materials from the *Twilight* saga fall within the parameters of the fair use laws and therefore constitute fair use.

This legal opinion does not apply to music in the Picture, which you represented is either licensed or original.

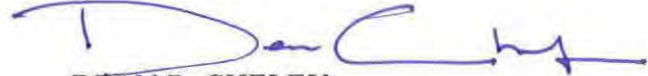
The primary purpose of this opinion letter is so that you may obtain fair use coverage under your E&O policy. Please be sure to specify on your application that you will need this additional coverage through a fair use endorsement. Confirm with your insurer that this coverage is included. If you should decide to use any of these materials in the promotion and

Between the Lines Productions, LLC
Opinion Letter
June 15, 2012
Page 2 of 2

advertising for your film, please seek additional legal counsel as there are other factors and considerations that need to be taken into account.

Please do not hesitate to call me directly if you, your insurer or distributor have any questions with regard to this opinion letter.

Very truly yours,



DEAN R. CHELEY

DRC/jmm

cc: Giovanni Cuarez gio@acweb.com

BLANK



Sheppard Mullin Richter & Hampton LLP
1901 Avenue of the Stars, Suite 1600
Los Angeles, CA 90067-6055
310.228.3700 main
310.228.3701 main fax
www.sheppardmullin.com

Jill M. Pietrini
310.228.3723 direct
jpietrini@sheppardmullin.com

June 27, 2012

File Number: 22HF-165423

John Gearries
BETWEEN THE LINES PRODUCTIONS, LLC
600 S. Curson Ave #314
Los Angeles, CA 90036

VIA FEDEX & EMAIL INFO@TWIHARDER.COM
TWILIGHTBETWEENTHELINES@YAHOO.COM

**Re: Infringement of Summit Entertainment's Intellectual Property
derived from *Twilight* Motion Pictures**

Dear Mr. Gearries:

We are writing to demand that Between the Lines Productions, LLC ("Between the Lines Productions" and "you") immediately cease and desist from infringing intellectual property owned by Summit Entertainment, LLC ("Summit") through the promotion, exhibition and performance of any movie(s) or other audio visual works under the title "Twi harder", the production, marketing, and sale of the merchandise under the mark TWIHARDER, and the use of the domain name <www.twiharder.com>.

We are counsel for Summit, the entity responsible for producing and distributing the highly successful motion pictures *Twilight*, *The Twilight Saga: New Moon* ("New Moon"), *The Twilight Saga: Eclipse*, *The Twilight Saga: Breaking Dawn-Part 1*, and the soon to be released *The Twilight Saga: Breaking Dawn-Part 2* (collectively, the "Twilight Motion Pictures"), and owner of the trademarks and copyrights related to and derived from the *Twilight* Motion Pictures, including the marks TWILIGHT and TWIHARD, the copyrights in the scripts for the *Twilight* Motion Pictures, photographs and images associated with the *Twilight* Motion Pictures, in the Motion Pictures themselves, and in documentaries associated with the Motion Pictures (the "Twilight Intellectual Property"). Copies of Summit's copyright registrations associated with the *Twilight* Motion Pictures and of its trademark registrations are attached hereto as **Exhibit A** and **Exhibit B**, respectively. Summit has expressly licensed the use of the Twilight Intellectual Property for the manufacture, marketing and sale of a vast multitude of merchandise, and for a wide variety of services based on the characters, locations, and plots of the *Twilight* Motion Pictures throughout the world (the "Twilight Goods and Services").

It has come to Summit's attention that Between the Lines Productions had produced a movie titled "Twi harder" (the "Movie"), which copies key scenes from the *Twilight* Motion Pictures, is seeking distribution of the Movie, and operates a website at <http://twiharder.com> (the "Website") in which Between the Lines Productions is promoting the future release of the Movie, selling music downloads through the Website and other "official merchandise" (the "Infringing Goods") through CafePress.com, such as t-

BTL_000004



John Gearries

BETWEEN THE LINES PRODUCTIONS LLC

June 27, 2012

Page 2

shirts, caps, mugs, bags and stationery, under the mark TWIHARDER, encourages viewers to sign up for the "Official Twiharder Fan Club" (collectively, the "Infringing Goods and Services"). Representative printouts of the Website that advertise the Movie and the merchandise are attached hereto as **Exhibit C**. The Website pages feature the TWIHARDER mark in a font confusingly similar to the distinctive font featured on authorized Twilight promotional materials and merchandise related to the *Twilight* Motion Pictures. Between the Lines Productions' use of the TWIHARDER mark, particularly in a style similar to Summit's stylized TWILIGHT font, and, given Summit's TWIHARD mark, has and will cause consumers to believe that Summit has approved, licensed, and/or authorized your use of its intellectual property, when, in fact, it has not done so. In fact, consumer confusion is increased by Between the Lines Productions' use of "Twiharder" in the website domain name, and its use of photographs and artwork featuring backlit forests, styled poses and color schemes which are similar to and reminiscent of those used on promotional materials for and merchandise related to *New Moon*. In fact, given the clearly intentional nature of the infringement, likelihood of confusion may be presumed by a federal court.

Between the Lines Productions' use of confusingly and substantially similar names of characters, settings, and plot elements from the *Twilight* Motion Pictures also guarantees consumer confusion. As noted above Summit has entered into licensing agreements with manufacturers, distributors, retailers (including CafePress.com) and service industry providers for the sale of products and the offering of services derived from the *Twilight* Motion Pictures.

Based on the trailer video displayed on the Website, Between the Lines Productions has also copied the key elements of the scripts of the copyrighted *Twilight* Motion Pictures and the *Twilight* Motion Pictures themselves. In fact, it appears that the entire Movie is just a condensed version of the *Twilight* Motion Pictures.

Notably, Between the Lines Productions' attempt to characterize the Movie as a parody does not immunize Between the Lines Productions from liability. The Movie has created and will continue to create consumer confusion and dilution under the trademark laws and is substantially similar under the Copyright Act. The Movie likewise will not qualify as fair use under the trademark or copyright laws. Between the Lines Productions has appropriated substantial elements from the *Twilight* Motion Pictures for a commercial purpose. There is nothing "fair" about the use. Rather, the Movie is a wholesale exploitation of Summit's valuable intellectual property rights in the *Twilight* Motion Pictures.

We note that Between the Lines Productions has also sought federal registration of TWIHARDER (Serial No. 85/357,228) on a use basis for "Entertainment in the nature of a series of short films and feature film" in Class 41, with a first use date of April 11, 2010. That application was subsequently abandoned on May 21, 2012, for failure to respond to an Office Action in which the U.S. Patent and Trademark Office cited Summit's prior pending application for TWIHARD, providing further notice to Between the Lines Productions of the likelihood of confusion with the Twilight Intellectual Property.



John Gearries

BETWEEN THE LINES PRODUCTIONS LLC

June 27, 2012

Page 3

In sum, Between the Lines Productions' actions described above constitute trademark infringement, copyright infringement, false designation of origin, and dilution. Furthermore, given the widespread popularity of the *Twilight* Motion Pictures, Between the Lines Productions' infringement is clearly willful. Summit takes the protection of its intellectual property very seriously and is prepared to litigate to enforce its rights. The remedies available to Summit for these unlawful acts include a nationwide injunction against the use of any intellectual property identical or confusingly or substantially similar to that owned by Summit, an award of Summit's actual damages, an award of Between the Lines Productions' profits, trebled/increased damages, statutory damages pursuant to the copyright statute for the use of the infringing material, and attorneys' fees. The above is not intended to be a complete listing of Summit's rights and remedies, and Summit reserves the right to assert other claims not stated herein.

Notwithstanding these available remedies, Summit is willing to resolve this matter promptly and without court action if a settlement can be reached. Summit therefore requests that Between the Lines Productions agree in writing to: (1) immediately cease and desist from presenting, marketing, and otherwise promoting the Movie, including on Facebook, Vimeo, YouTube.com, etc. or seeking distribution of the Movie; (2) turn over all works of authorship associated with the Movie, including all original and duplicate recordings or portions thereto; (3) turn over all marketing and promotional materials bearing the TWIHARDER trademark to Summit; (4) transfer ownership of the domain name <twiharder.com> to Summit; (5) provide us with an accounting of all donations made to Between the Lines Productions and disgorge such donations; (6) stop all manufacturing, marketing, selling and distribution of the Infringing Goods and all variations confusingly similar thereto; (7) agree not to manufacture, market, sell or distribute the Infringing Goods or provide any Infringing Services in the future, or otherwise use the TWIHARDER trademark or any other marks, logos, designs, or the like confusingly similar thereto; (8) recall the Infringing Goods from other retail stores, warehouses, and the like, and deliver all remaining inventory to us; (9) notify all such retailers that the Infringing Goods have been recalled and are not to be stocked and/or sold, and notify all members of the Twiharder fan club that the fan club has been terminated; (10) disgorge Between the Lines Productions' profits earned from the sale of the Infringing Goods; and (11) provide us with an accounting of the sales made to date. The accounting must include: (a) the revenue from the Website or any marketing thereof or affiliate programs related thereto; (b) the total revenue/sales of the Infringing Goods and any related sales in connection with the Infringing Goods or from the Movie, (c) the number of units of the Infringing Goods and of the Movie produced to date; (d) the number of units of the Infringing Goods sold to date; (e) the number of units of the Infringing Goods remaining in inventory; (f) the name of any distributors of the Movie; and (g) the revenue earned from the Twiharder fan club.

You may indicate your consent to these requests by signing the original of this letter and returning it to me by **July 9, 2012**. A copy of this letter is enclosed for your records.

Nothing contained in this letter, nor any act or omission to act by Summit is intended or should be deemed to be a waiver, abridgment, alteration, modification or reduction of any rights, claims, defenses or remedies that Summit may have in regard to this

BTL_000006



John Gearries
BETWEEN THE LINES PRODUCTIONS LLC
June 27, 2012
Page 4

matter and all such rights, claims, defenses and remedies, whether at law or in equity, are hereby expressly reserved.

Very truly yours,

A handwritten signature in green ink that reads "Jill Pietrini".

Jill M. Pietrini
SHEPPARD MULLIN RICHTER & HAMPTON LLP

JMP:SH
Enclosures
cc: Triad Web Design (via Federal Express)
David C. Friedman, Esq.
Rachel Kimbrough, Esq.
Robert Mason, Esq.

AGREED AND ACCEPTED:

BETWEEN THE LINES PRODUCTIONS, LLC

John Gearries
Founder

Date: _____

W02-WEST:LSH\405600747.1

BTL_000007

BLANK